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Attorneys for Defendant NuScale Power, LLC

UNITED STATES DISTRICT COURT
DISTRICT OF OREGON
PORTLAND DIVISION

JOHN J. SURINA, JR., trustee of the
Elizabeth Sophia Surina Trust and Nicholas
William Surina Trust; BRUCE LANDREY,
an individual, PAUL LORENZINI, an
individual, RICHARD SANDVIK, an
individual; EDWARD G. WALLACE, an
individual; JACK A. BAILEY, an
individual; GARY CARL BARBOUR, an
individual; PAUL D. BENNETT, an
individual; JAMES E. CARTER, an
individual; CHARLES MARCINKIEWICZ,
trustee of the Charles & Kathleen
Marcinkiewicz Trust; MICHAEL S.
MCGOUGH, an individual;
CHRISTOPHER RUNCKEL, an individual;
and JOE CLAYTON TURNAGE, an
individual, on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

Case No.: 3:22-cv-01410-YY

DECLARATION OF JACOB
GOLDBERG IN SUPPORT OF
DEFENDANTS' MOTIONS TO DISMISS

NUSCALE POWER, LLC, an Oregon limited liability company, FLUOR ENTERPRISES, INC., a California corporation; JAPAN NUSCALE INNOVATION, LLC, a Delaware limited liability company; SARGENT & LUNDY NUHOLDINGS, LLC, an Illinois limited liability company,

Defendants.

I, Jacob Goldberg, certify and declare as follows:

1. I am an attorney for Defendant NuScale Power, LLC (“NuScale”) in relation to the above-entitled action. I am competent to testify as to the matters set forth herein and make this declaration based on personal knowledge.

2. Attached as **Exhibit 1** is a true and correct copy of the complete Fifth Amended and Restated Operating Agreement of NuScale Power LLC (“5th Operating Agreement”), as updated on July 30, 2021.

3. Attached as **Exhibit 2** is a true and complete copy of the Agreement and Plan of Merger by and among Spring Valley Acquisition Corp., Spring Valley Merger Sub, LLC, and NuScale Power, LLC (“Merger Agreement”), dated December 13, 2021. The Merger Agreement includes Exhibit H to the Merger Agreement (“6th Operating Agreement”), dated December 28, 2021.

4. Attached as **Exhibit 3** is a true and correct copy of the Second Amendment to the Third Amended and Restated 2011 Equity Incentive Plan (“Option Plan”), effective August 19, 2021.

5. Attached as **Exhibit 4** are true and correct copies of the Unit Option Agreements executed by Plaintiffs Jack Bailey, Charles Marcinkiewicz, Michael McGough, and John J. Surina (“Option Agreements”).

6. Attached as **Exhibit 5** is a true and correct copy of the April 25, 2022 Complaint in *Landry et. al. v. NuScale LLC*, No. 22CV13859, filed in the Circuit Court for the County of Washington, Oregon.

7. Attached as **Exhibit 6** is a true and correct copy of the judgement dismissing *Landry et. al. v. NuScale LLC*, No. 22CV13859, issued October 6, 2022, in the Circuit Court for the County of Washington, Oregon.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 21st day of November 2022 at Portland, Oregon.

/s/ Jacob Goldberg

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Of Attorneys for Defendant NuScale Power,
LLC